

0100576015

CAHILL GORDON & REINDEL

EIGHTY PINE STREET

NEW YORK, N.Y. 10005

FLOYD ABRAMS
ROBERT A. ALESSI
ROGER ANDRUS
MICHAEL A. BECKER
SUSAN BUCKLEY
KEVIN J. BURKE
P. KEVIN CASTEL
JAMES J. CLARK
WALTER C. CLIFF, P.C.
BENJAMIN J. COHEN
MARSHALL COX
THOMAS F. CURNIN
W. LESLIE DUFFY
PATRICIA FARREN
JOAN MURTAGH FRANKEL
BART FRIEDMAN
CIRO A. GAMBONI
WILLIAM B. GANNETT
CHARLES A. GILMAN
STEPHEN A. GREENE
ROBERT M. HALLMAN
WILLIAM M. HARTNETT
THOMAS R. JONES
ALLEN S. JOSLYN
THOMAS J. KAVALER
LAWRENCE A. KOBRIN
IMMANUEL KOHN
EDWARD P. KRUGMAN
WILLIAM T. LIFLAND
MICHAEL MACRIS

JONATHAN I. MARK
GERARD M. MEISTRELL
ROGER MELTZER
CLIFFORD L. MICHEL
JOHN P. MITCHELL
MATHIAS E. MONE
DONALD J. MULVIHILL
KENNETH W. ORCE
ROY L. REGOZIN
RICHARD L. REINHOLD
DEAN RINGEL
THORN ROSENTHAL
RICHARD J. SABELLA
JONATHAN A. SCHAFFZIN
H. RICHARD SCHUMACHER
JOHN SCHUSTER
LAURENCE A. SILVERMAN
HOWARD G. SLOANE
LAURENCE T. SORKIN
LEONARD A. SPIVAK
GERALD S. TANENBAUM
JONATHAN D. THIER
MICHAEL P. TIERNEY
ROBERT USADI
JOHN R. VAUGHAN
GEORGE WAILAND
GLENN J. WALDRIP, JR.
GARY W. WOLF
JOHN R. YOUNG
DANIEL J. ZUBKOFF

RECORDATION NO. 16503-2
FILED 1425

MAR 29 1995 -10 55 AM

INTERNATIONAL COMMERCE COMMISSION

March 28, 1995

JOSEPH P. CONWAY
DAVID R. HYDE
DENIS MCINERNEY, P.C.
IRWIN SCHNEIDERMAN
RALPH O. WINGER
SENIOR COUNSEL

CORYDON B. DUNHAM
SAMUEL ESTREICHER
PHILIP A. HEIMOWITZ
JOHN J. STANTON, JR.
COUNSEL

FREDDY DRESSEN*
EUROPEAN COUNSEL

WASHINGTON, D.C. OFFICE
1990 K STREET, N.W.
WASHINGTON, D.C. 20006

EUROPEAN OFFICE
19 RUE FRANÇOIS 1^{er}
75008 PARIS, FRANCE

TELEX / CABLE
MCI 232184 ATT. 127068
CAGO UR COTTOFRANK NYK
FACSIMILE 212-269-5420

*ADMITTED FRANCE ONLY
TELEPHONE 212-701-3000
WRITER'S DIRECT NUMBER
(212) 701-3876

Re: The Empire District Electric Company
Documents for Recordation

Dear Secretary:

Enclosed for recording pursuant to Section 11303 of Title 49 of the U.S. Code, please find an executed plus two conformed copies of the document described below.

This document is a release from a mortgage, is a secondary document and is dated as of March 23, 1995.

The primary document to which this document is related bears recordation number 16503.

The names and addresses of the parties are as follows:

Mortgagor: The Empire District Electric Company,
602 Joplin Street, Joplin, Missouri

Trustees: Harris Trust and Savings Bank, 111 West
Monroe Street, Chicago, Illinois;
Mercantile Bank of Joplin, Joplin, Missouri

Barbara Bunch
Counselor at Law

RECEIVED
OFFICE OF THE
SECRETARY
MAR 29 10 52 PM '95
LENSING BRANCH

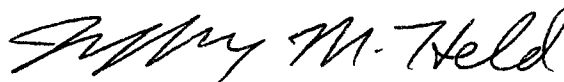
Included in the property covered by this document is an undivided 12% interest now or formerly owned by The Empire District Electric Company in railroad cars intended for use related to interstate commerce and described as follows: two hundred thirteen (213) 1979 Darby steel, 100-ton, rotary, high side gondola rail cars, now or formerly bearing the markings: KCLX 45001-45007; KCLX 45009-45010; KCLX 45012-45024; KCLX 45026-45034; KCLX 45036-45041; KCLX 45044-44055; KCLX 45057-45064; KCLX 45066-45067; KCLX 45069-45072; KCLX 45074-45078; KCLX 45080-45103; KCLX 45105-45109; KCLX 45111-45114; KCLX 45116-45127; KCLX 45129-45164; KCLX 45166-45168; KCLX 45170-45175; KCLX 45177-45195; KCLX 45197-45210; KCLX 45212-45213; KCLX 45215-45217; KCLX 45220-45227; KCLX 45229-45234; KCLX 45236-45238; and KCLX 45240; and thirty-five (35) 1984 - 1985 Bethlehem steel, 100-ton, rotary, twin tub gondola rail cars, now or formerly bearing the markings: KCLX 45361; KCLX 45364-45368; KCLX 45370-45371; KCLX 45373-45380; KCLX 45382-45384; KCLX 45386-45395; and KCLX 45397-45402.

A short summary of the document to appear in the index follows: release, dated as of March 23, 1995, from mortgage and deed of trust between The Empire District Electric Company, 602 Joplin Street, Joplin, Missouri, as mortgagor, and Harris Trust and Savings Bank, 111 West Monroe Street, Chicago, Illinois and Mercantile Bank of Joplin, Joplin, Missouri, as trustees, of an undivided 12% interest now or formerly owned by The Empire District Electric Company in (i) two hundred thirteen (213) 1979 Darby steel, 100-ton, rotary, high side gondola rail cars, now or formerly bearing the markings: KCLX 45001-45007; KCLX 45009-45010; KCLX 45012-45024; KCLX 45026-45034; KCLX 45036-45041; KCLX 45044-44055; KCLX 45057-45064; KCLX 45066-45067; KCLX 45069-45072; KCLX 45074-45078; KCLX 45080-45103; KCLX 45105-45109; KCLX 45111-45114; KCLX 45116-45127; KCLX 45129-45164; KCLX 45166-45168; KCLX 45170-45175; KCLX 45177-45195; KCLX 45197-45210; KCLX 45212-45213; KCLX 45215-45217; KCLX 45220-45227; KCLX 45229-45234; KCLX 45236-45238; and KCLX 45240; and (ii) thirty-five (35) 1984 - 1985 Bethlehem steel, 100-ton, rotary, twin tub gondola rail cars, now or formerly bearing the markings: KCLX 45361; KCLX 45364-45368; KCLX 45370-45371; KCLX 45373-45380; KCLX 45382-45384; KCLX 45386-45395; and KCLX 45397-45402.

A fee of \$21.00 is enclosed. Please return any documents not needed by the Commission for recordation to the undersigned. If you have any questions about this filing, please do not hesitate to call me at (212) 701-3876.

Kindly acknowledge receipt of this filing on the enclosed copy of this letter and return it to the messenger.

Very truly yours,



Jeffrey M. Held

Secretary
Interstate Commerce Commission
Washington, D.C. 20423

[Enclosures]

BY HAND

cc: Mr. Virgil Brill
Jonathan Gilbert, Esq.



Interstate Commerce Commission
Washington, D.C. 20423-0001

3/29/95

Office Of The Secretary

Jeffrey M. Held
Cahill, Gordon & Reindel
Eighty Pine Street
New York, New York 10005

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 3/29/95 at 10:55AM, and assigned recordation number(s). 16503-2.

Sincerely yours,

Vernon A. Williams
Secretary

Enclosure(s)

(0100576015)

\$ 21.00 The amount indicated at the left has been received in payment of a fee in connection with a document filed on the date shown. This receipt is issued for the amount paid and in no way indicates acknowledgment that the fee paid is correct. This is accepted subject to review of the document which has been assigned the transaction number corresponding to the one typed on this receipt. In the event of an error or any questions concerning this fee, you will receive a notification after the Commission has had an opportunity to examine your document.

Signature

PARTIAL DEED OF RELEASE

MAR 29 1995 - 10 22 AM

INTERSTATE COMMERCE COMMISSION

WHEREAS, The Empire District Electric Company, a corporation organized and existing under the laws of the State of Kansas, by a certain Indenture of Mortgage and Deed of Trust, dated the first day of September, 1944, and as amended and supplemented by Supplemental Indentures dated as of June 1, 1946, January 1, 1948, December 1, 1950, December 1, 1954, June 1, 1957, February 1, 1968, April 1, 1969, May 1, 1970, July 1, 1976, November 1, 1977, August 1, 1978, December 1, 1978, November 1, 1979, September 15, 1983, October 1, 1988, November 1, 1989, December 1, 1990, July 1, 1992, May 1, 1993, June 1, 1993, October 1, 1993, November 1, 1993, November 1, 1993, March 1, 1994, and November 1, 1994 (collectively, the "Indenture"), conveyed to Harris Trust and Savings Bank and Mercantile Bank of Joplin, successor to The Joplin National Bank and Trust Company, as Trustees (the "Trustees"), the property described in the Indenture to secure to its First Mortgage Bondholders the payment of its First Mortgage Bonds issued and outstanding thereunder and in the Indenture fully described and set forth; and

WHEREAS, The Empire District Electric Company has conveyed the following described property (the "Release Property"):

An undivided 12% interest in:

- (1) two hundred thirteen (213) 1979 Darby steel, 100-ton, rotary, high side gondola rail cars, now or formerly bearing the markings.

KCLX 45001-45007; KCLX 45009-45010; KCLX 45012-45024; KCLX 45026-45034; KCLX 45036-45041; KCLX 45044-45055; KCLX 45057-45064; KCLX 45066-45067; KCLX 45069-45072; KCLX 45074-45078; KCLX 45080-45103; KCLX 45105-45109; KCLX 45111-45114; KCLX 45116-45127; KCLX 45129-45164; KCLX 45166-45168; KCLX 45170-45175; KCLX 45177-45195; KCLX 45197-45210; KCLX 45212-45213; KCLX 45215-45217; KCLX 45220-45227; KCLX 45229-45234; KCLX 45236-45238; and KCLX 45240; and;

- (2) thirty-five (35) 1984 - 1985 Bethlehem steel, 100-ton, rotary, twin tub gondola rail cars, now or formerly bearing the markings:

KCLX 45361; KCLX 45364-45368; KCLX 45370-45371; KCLX 45373-45380; KCLX 45382-45384; KCLX 45386-45395; and KCLX 45397-45402

WHEREAS, the Release Property is subject to the Lien of the Indenture of Mortgage and Deed of Trust.

NOW, THEREFORE, in consideration of the premises and the sum of Six Hundred Twenty Thousand, Five Hundred Eighty Dollars (\$620,580) to them in hand paid, the receipt whereof is hereby acknowledged, the Trustees do hereby severally and jointly REMISE, RELEASE AND QUITCLAIM unto The Empire District Electric Company, its successors and assigns, the Release Property.

TO HAVE AND TO HOLD the same with all the appurtenances thereto belonging, free and clear, and discharged from the encumbrances of the Indenture. Provided, however, that nothing herein shall be construed to release the Lien of the Indenture, with respect to other property subject to such Lien, said Lien being hereby preserved and reserved as to such property.

IN WITNESS WHEREOF, Harris Trust and Savings Bank and Mercantile Bank of Joplin, successor to The Joplin National Bank and Trust Company, have caused these presents to be signed by their respective corporate officers, and their respective corporate seals to be hereunto affixed, attested by their respective Secretaries or Assistant Secretaries, as of this 23 day of March, 1995.

(SEAL)

ATTEST:

[Signature]

(SEAL)

ATTEST:

[Signature]

HARRIS TRUST AND SAVINGS BANK,
as Trustee

By

[Signature]

MERCANTILE BANK OF JOPLIN,
JOPLIN, MISSOURI, as Trustee

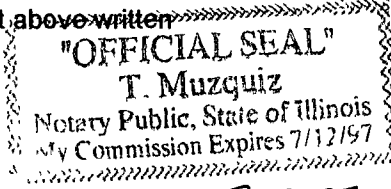
By

[Signature]

STATE OF ILLINOIS)
) ss.
COUNTY OF COOK)

On this 23rd day of March, 1995, before me a Notary Public in and for said county, came F.A. PIERSON, R. FOLTZ of Harris Trust and Savings Bank, personally known to me as being the identical person whose name is affixed to the foregoing deed as VICE PRESIDENT of said corporation, and in behalf of said corporation acknowledged the same to be his own voluntary act and deed, and the voluntary act and deed of said corporation, and that he voluntarily affixed thereto the corporate seal of said corporation, and caused the same to be attested by the ASSISTANT SECRETARY of said corporation, and that said deed was so executed by order of the Board of Directors of said corporation.

IN TESTIMONY WHEREOF, I have hereunto set my hand and notarial seal the day and year last above written.


(SEAL) 
"OFFICIAL SEAL"
T. Muzquiz
Notary Public, State of Illinois
My Commission Expires 7/12/97
My commission expires: 7-12-97

T. Muzquiz
Notary Public

STATE OF MISSOURI)
) ss.
COUNTY OF JASPER)

On this 22nd day of March, 1995, before me a Notary Public in and for said county, came Douglas Hauser, Vice President of Mercantile Bank of Joplin, personally known to me as being the identical person whose name is affixed to the foregoing deed as Vice President of said corporation, and in behalf of said corporation acknowledged the same to be his own voluntary act and deed, and the voluntary act and deed of said corporation, and that he voluntarily affixed thereto the corporate seal of said corporation, and caused the same to be attested by the Assistant Secretary of said corporation, and that said deed was so executed by order of the Board of Directors of said corporation.

IN TESTIMONY WHEREOF, I have hereunto set my hand and notarial seal the day and year last above written.

(SEAL) 
My commission expires: 3/10/97

Andrena W. Roark
Notary Public

Andrena W. Roark, Notary Public
State of Missouri, Newton County
My Commission Expires March 10, 1997